

**EXHIBIT “C”**



Edward S. Inman, III, Secretary of State

## CERTIFICATE OF DISSOLUTION OF

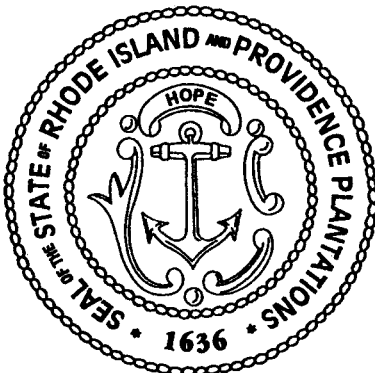
**XYZ Tape Corp.**

I, EDWARD S. INMAN, III, Secretary of State of the State of Rhode Island and Providence Plantations, hereby certify that duplicate originals of Articles of Dissolution of

**XYZ Tape Corp.**

duly signed and verified pursuant to the provisions of Chapter 7-1.1 of the General Laws, 1956, as amended, have been received in this office and are found to conform to law. The affixed is a duplicate original of the Articles of Dissolution.

WITNESS my hand and the seal of the State of  
Rhode Island and Providence Plantations this  
22<sup>nd</sup> day of October, 2002.



*Edward S. Inman, III*  
Secretary of State

By *Cathryn J. Villanis*



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Department of Administration  
DIVISION OF TAXATION  
One Capitol Hill  
Providence, RI 02908-5800

October 15, 2002

TO WHOM IT MAY CONCERN:

Re: XYZ TAPE, CORP.

It appears from our records that the above named corporation has filed all the required Business Corporation Tax Returns due to be filed and paid all taxes indicated thereon and is in good standing with this Division as of this date regarding any liability under the Rhode Island Business Corporation Tax Law.

This letter is issued pursuant to the request of the above named corporation for the purpose of:

DISSOLUTION

Very truly yours,

R. Gary Clark  
Tax Administrator

Edward J. Flanagan, Jr.  
Chief Revenue Agent  
Corporations

No Filing Fee

ID Number: \_\_\_\_\_

**STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS**

Office of the Secretary of State  
Corporations Division  
100 North Main Street  
Providence, Rhode Island 02903-1335

**BUSINESS CORPORATION**

**STATEMENT OF INTENT TO DISSOLVE  
BY WRITTEN CONSENT OF SHAREHOLDERS  
(To Be Filed In Duplicate Original)**

Pursuant to the provisions of Section 7-1.1-76 of the General Laws, 1956, as amended, the undersigned corporation submits the following statement of intent to dissolve the corporation upon written consent of all of its shareholders:

1. The name of the corporation is X Y Z TAPE CORP.
2. The names and respective addresses of its officers are:

<u>Name</u>	<u>Office</u>	<u>Address</u>
<u>William B. Wilbur</u>	<u>President</u>	<u>22 Stone Tower Lane, Barrington, RI 02806</u>
	<u>Vice President</u>	
<u>William B. Wilbur</u>	<u>Treasurer</u>	<u>22 Stone Tower Lane, Barrington, RI 02806</u>
<u>William B. Wilbur</u>	<u>Secretary</u>	<u>22 Stone Tower Lane, Barrington, RI 02806</u>

*(If more space is required, please list on separate attachment.)*

3. The names and respective addresses of its directors are:

<u>Name</u>	<u>Address</u>
<u>William B. Wilbur</u>	<u>22 Stone Tower Lane, Barrington, RI 02806</u>

*(If more space is required, please list on separate attachment.)*

4. The written consent to dissolution of the corporation, a copy of which consent is attached, has been signed by all of the shareholders of the corporation, or signed in their names by their respective attorneys thereunto duly authorized:

**[Attach copy of signed written consent]**

**FILED****OCT 22 2002**By cc # 43

Form No. 107  
Revised: 01/99

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CORPORATIONS DIV.

5. Date when corporation is to cease to carry on its business pursuant to the provisions of Section 7-1.1-79 of the General Laws Upon Filing  
(not prior to, nor more than 30 days after, the filing of this statement)
6. As required by Section 7-1.1-78 of the General Laws, the corporation has paid all fees and franchise taxes.

Date: September 30, 2002

XYZ TAPE CORP.

Print Corporate Name

By [Signature]  
☒ President or ☐ Vice President (check one)

AND  
By [Signature]  
☒ Secretary or ☐ Assistant Secretary (check one)

STATE OF RHODE ISLAND  
COUNTY OF PROVIDENCE

In Providence, on this 30<sup>th</sup> day of September, 2002 personally appeared before me William B. Wilbur who, being by me first duly sworn, declared that he/she is the President of the corporation and that he/she signed the foregoing document as such officer of the corporation, and that the statements herein contained are true.

[Signature]  
Notary Public


My Commission Expires: 9/20/05

**UNANIMOUS CONSENT ACTION BY THE SOLE SHAREHOLDER  
OF XYZ TAPE CORP.**

The undersigned, being the sole shareholder of XYZ Tape Corp., a Rhode Island corporation ("Corporation"), pursuant to the authority contained in Sections 7-1.1-30.3 and 7-1.1-76 of the General Laws of Rhode Island, as amended, does hereby take the following action by unanimous written consent and adopts the following resolution in lieu of a special meeting of the shareholders of the Corporation, to have the same force and effect as though adopted at said meeting of the shareholders of the Corporation, duly called and held on September 30, 2002, at which the undersigned was personally present and voted in the affirmative:

RESOLVED: That whereas it is deemed advisable and for the best interest of the Corporation and its sole shareholder that the Corporation wind up its affairs and voluntarily dissolve, and its remaining assets be distributed to its sole shareholder, it is hereby unanimously resolved that the Corporation be forthwith dissolved; and that the President and Secretary execute all statements and documents required by law to dissolve the Corporation, and cause a Statement of Intent to Dissolve by Written Consent of Shareholders, Articles of Dissolution, and any and all other documents required to dissolve the corporation, with the Rhode Island Secretary of State, and take such other and further action as may be required to effectuate the dissolution of the corporation and wind up its affairs.

IN WITNESS WHEREOF, the undersigned, being the sole shareholder of the Corporation has executed this Unanimous Consent on this 30<sup>th</sup> day of September, 2002.

  
\_\_\_\_\_  
William B. Wilbur

Filing Fee: \$50.00

ID Number: \_\_\_\_\_

**STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS**

Office of the Secretary of State  
Corporations Division  
100 North Main Street  
Providence, Rhode Island 02903-1335

**BUSINESS CORPORATION**

**ARTICLES OF DISSOLUTION**  
(To Be Filed In Duplicate Original)

Pursuant to the provisions of Section 7-1.1-85 of the General Laws, 1956, as amended, the undersigned corporation adopts the following Articles of Dissolution for the purpose of dissolving the corporation:

1. The name of the corporation is X Y Z TAPE CORP.
2. A statement of intent to dissolve the corporation pursuant to the provisions of Section 7-1.1-78 of the General Laws, as amended, was filed with the Secretary of State of Rhode Island on September 30, 2002.
3. All debts, obligations and liabilities of the corporation have been paid and discharged, or adequate provision has been made therefor.
4. All remaining property and assets of the corporation have been distributed among its shareholders in accordance with their respective rights and interests.
5. There are no suits pending against the corporation in any court in respect of which adequate provision has not been made for the satisfaction of any judgment, order or decree which may be entered against it.
6. As required by Section 7-1.1-86 of the General Laws, the corporation has paid all fees and franchise taxes.

Date: September 30, 2002X Y Z TAPE CORP.

Print Corporate Name

By [Signature]  
☒ President or ☐ Vice President (check one)

By [Signature] **AND** [Signature]  
☒ Secretary or ☐ Assistant Secretary (check one)

STATE OF RHODE ISLAND  
COUNTY OF PROVIDENCE

In Providence, on this 30<sup>th</sup> day of September, 2002, personally appeared before me William B. Wilbur who, being by me first duly sworn, declared that he/she is the President of the corporation and that he/she signed the foregoing document as such officer of the corporation, and that the statements herein contained are true.

Notary Public  
My Commission Expires: 9/20/05

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**FILED****OCT 22 2002**By 293319